

Exhibit J

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U.S. Department of Justice

Office of the United States Trustee
Southern District of New York

33 Whitehall Street
21st Floor
New York, New York 10004

(212) 510-0500
Fax: (212) 668-2255

April 7, 2009

Via Telecopy and Regular Mail

Richard J. Slivinski, Esq.
Fried, Frank, Harris, Shriver & Jacobson LLP
One New York Plaza
New York, NY 10004-1980
Tel: 212.859.8726
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Re: In re Delphi Corporation, et al.
Case No. 05-44481 (RDD)

Dear Mr. Slivinski:

The United States Trustee has received the letter dated April 5, 2009, from Mr. Luqman Yacub, advising that the Equity Committee has decided to continue to participate in the above-referenced bankruptcy case with the assistance of its counsel. At the request of the members of the Equity Committee, Equity Committee Counsel arranged, but did not participate in, a telephone conference call between the members of the Equity Committee and this office on Friday April 3, 2009. Because Equity Committee Counsel did not participate during the conference call, a clarification of the substance of the discussion appears to be warranted.

The first and most important point we conveyed to the Equity Committee was that if the Equity Committee entered into a stipulation agreeing to be relieved of its fiduciary duty to the equity security holders, the United States Trustee would be compelled to disband the Equity Committee.

Secondly, during the discussion, the United States Trustee advised the members of the Equity Committee that the **Debtors** had communicated their belief that the Equity Committee must be represented by counsel in the bankruptcy case. The United States Trustee has not taken a position on whether the Equity Committee may continue in existence without representation of counsel.

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If you have any questions, please do not hesitate to contact the undersigned at your convenience. Thank you for your attention to this matter.

Very truly yours,

DIANA G. ADAMS
UNITED STATES TRUSTEE

By:



Brian S. Masumoto
Trial Attorney

cc: Brad Eric Scheler, Esq.
Robert J. Rosenberg, Esq.
John Wm. Butler, Jr., Esq.
Kayalyn A. Marafioti, Esq.
David M. Sherbin, Esq.